

178758

**PARTIAL ASSIGNMENT OF OIL AND GAS LEASES  
AND BILL OF SALE**

EUREKA AND ELKO COUNTIES, NEVADA

**ASSIGNOR:**                    **A. Wade Nollkamper**  
656 N. CR 1080  
Kingsville, Texas 78363  
(hereinafter referred to as "Assignor"),

**ASSIGNEE:**                    **C. C. Winn Venture 1996, Ltd., by**  
**Winn Exploration Co., Inc., Agent**  
One Shoreline Plaza - 19<sup>th</sup> Floor - NT  
800 N. Shoreline Blvd.  
Corpus Christi, Texas 78401  
(hereinafter referred to as "Assignee"),

For and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor, does hereby Grant, Bargain, Sell, Transfer, Assign and Convey, and by these presents does Grant Bargain, Sell, Transfer, Assign and Convey unto Assignee, its successors and assigns forever, 10 Percent (50%) of Five Percent (5%) of Assignor's right, title and interest, being 2.5% of 100%, in and to and under the following (the "Assets"):

- (a) The oil and gas leases identified in Exhibit "A-1" attached hereto and made a part hereof,
- (b) Wells, equipment and facilities, and production from said Wells located on the lands described in Exhibit "A-1", said Wells being described in Exhibit "A-2" attached hereto and made a part hereof; and
- (c) Saltwater Disposal Well identified in Exhibit "A-3" attached hereto and made a part hereof.


Equipment, wells and personal property located on or used directly in the operation of the assets are sold AS IS AND WHERE IS, AND WITHOUT WARRANTY OF MERCHANTABILITY, CONDITION OR FITNESS FOR A PARTICULAR PURPOSE, EITHER EXPRESSED OR IMPLIED.

This Partial Assignment and Bill of Sale is subject to that certain unrecorded Exploration Agreement dated June 16, 1999, by and between V. F. Neuhaus Properties, Inc. and Winn Exploration Co., Inc., as amended July 12, 1999 and unrecorded Co-Operating Agreement dated July 1, 1999, by and between V. F. Neuhaus Properties, Inc., Winn Exploration Co., Inc. and A. Wade Nollkamper.

The terms and conditions contained herein shall constitute covenants running with the land, and shall be binding upon, and for the benefit of, the respective successor and assigns of Assignor and Assignee.

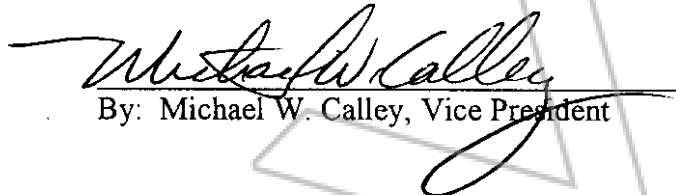
**IN WITNESS WHEREOF**, this instrument is executed this 24<sup>th</sup> day of July, 2002; however, effective as of June 1, 2002.

**ASSIGNOR:**

  
A. Wade Nollkamper

ASSIGNEE:

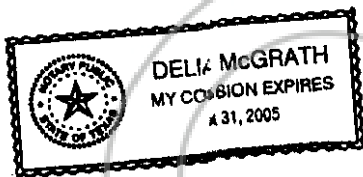
C.C. WINN VENTURE 1996, LTD., by  
WINN EXPLORATION CO., INC., Agent

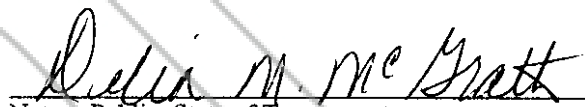
  
By: Michael W. Calley, Vice President

STATE OF TEX. §

COUNTY OF KLEBERG §

This instrument was acknowledged before me on the 24th day of July,  
2002 by A. Wade Ilkamper.

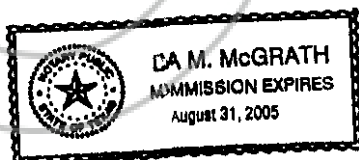


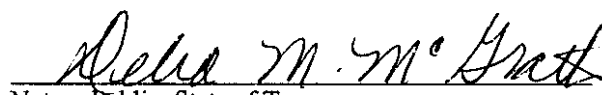
  
Notary Public, State of Texas  
My Commission Expires: 8-31-05

STATE OF TEX. §

COUNTY OF NUECES §

This instrument was acknowledged before me on the 24th day of July,  
2002 by Michael W. Calley, Vice President of Winn Exploration Co., Inc., a Texas  
corporation, Agent for C.C. Winn Venture 1996, Ltd.



  
Notary Public, State of Texas  
My Commission Expires: 8-31-05

## EXHIBIT "A-1"

Attached to and be a part of that certain Partial Assignment of Oil, Gas and Mineral Leases and Bill of Sale dated July 24, 2002; however, effective as of June 1, 2002 by and between A. Wadeolkamper, as Assignor, and Winn Exploration Co., Inc., Agent for C.C. Winn Ventures, Ltd., as Assignee.

### EAST TOMERA RANCH PROSPECT LEASES

	Gross Acres	Recording Data
All of Section 33, T1N, R-52E; Elko & Eureka Co., NV; Chestine Cook, Ind, & as heir...	640.00	Elko: Bk 993, Pg 109 Eureka: Bk 308, Pg 171
JaNell Cook, & as heir...	640.00	Elko: Bk 993, Pg 111 Eureka: Bk 308, Pg 173
Carla Stivers, dssp	640.00	Elko: Bk 993, Pg 115 Eureka: Bk 308, Pg 177
Todd C. Cook, dssp	640.00	Elko: Bk 993, Pg 117 Eureka: Bk 308, Pg 179
Dawn E. Cook, a single woman	640.00	Elko: Bk 993, Pg 113 Eureka: Bk 308, Pg 175
US BLM N61605 T1N, R-52E, all of Section 28 and 34; Elko & Eureka Cos., NV	1,280.00	
US BLM N61812 T1N, R-52E, Section 2, lots 1,2,3,4, 1/2 N 1/2, S 1/2 and all of Section 11 Elko Co., NV	1,281.36	
US BLM N61507 T1N, R-52E, Section 4, lots 1,2,3,4, 1/2 N 1/2, S 1/2 (All); All of Section 10 and Section 16, E 1/2, NE 1/4 NW 1/4; Elko & Eureka Cos., NV	1,642.26	

## EXHIBIT "A-2"

Attached to and made a part of that certain Partial Assignment of Oil, Gas and Mineral Leases and Bill of Sale dated July 24, 2002; however, effective as of June 1, 2002 by and between A. Wade Wilkammer, as Assignor, and Winn Exploration Co., Inc., Agent for C.C. Winn Venture Fund, Ltd., as Assignee.

### WELL NAMES:

TOMERA RANCH-1

TOMERA RANCH-2

TOMERA RANCH-2R

TOMERA RANCH-2RR

WATER WELL

## EXHIBIT "A-3"

Attached to and be a part of that certain Partial Assignment of Oil, Gas and Mineral Leases and Bill of Sale dated July 24, 2002; however, effective as of June 1, 2002 by and between A. Wade Knaelkamper, as Assignor, and Winn Exploration Co., Inc., Agent for C.C. Winn Ventures 1996, Ltd., as Assignee.

EUREKA COUNTY, NEVADA

### LEASE AGREEMENTS (OIL AND GAS OR SURFACE)

#### SOUTHERN PACIFIC #1-5, #1-5R

FORELAND LEASE: NV-002-000044, BRAVO #2  
LESSOR: Bravo Oil Company, a Texas Corporation  
LESSEE: Foreland Corporation  
LEASE DATE: 12/01/82  
RECORDING DATA: MEMO OF OIL & GAS LEASE RECORDED:  
BOOK 212, PAGE 243 - Official Records of Eureka County,  
Nevada  
DESCRIPTION: Lot 1 Section 5-T30N-R52E.

#### FOOTNOTE REFERENCES:

Subject to Fracture and Option Farmout Agreement dated January 9, 1987, as amended, by and between Sun Operating Limited Partnership, Reading & Bates Petroleum Co. and Foreland Corporation. DC-20057

Subject to Memorandum of Operating Agreement and Financing Statement recorded Book 163, Page 128 of the Eureka County, Nevada records DC-20057.

Subject to Letter of Intent dated August 21, 1986 by and between Lane Lasrich et al and Sun Exploration and Production Company. DC-20057.

Subject to Crating Agreement dated July 20, 1987 by and between Foreland Corporation Operator and Sun Operating Limited Partnership as Non-Operator.

Subject to Assignment and Bill of Sale dated June 17, 1991 by and between Sun Operating Limited Partnership as Assignor and Foreland Corporation as Assignee

BOOK 350 PAGE 93  
OFFICIAL RECORDS  
RECORDED AT THE REQUEST OF  
A Wade Knaelkamper  
02 SEP -9 PM 1:38

EUREKA COUNTY NEVADA  
M.H. REBALEATI, RECORDER  
FILE NO. 178758  
FEES 18<sup>00</sup>

178758

BOOK 350 PAGE 097